

**SANFORD D. BISHOP, JR.**  
SECOND DISTRICT, GEORGIA

**COMMITTEE ON APPROPRIATIONS**

**SUBCOMMITTEES:**

AGRICULTURE

DEFENSE

MILITARY CONSTRUCTION/VA

**WASHINGTON OFFICE:**

2429 RAYBURN HOUSE OFFICE BUILDING  
WASHINGTON, DC 20515-1002  
PHONE: (202) 225-3631  
FAX: (202) 225-2203



**Congress of the United States**

**House of Representatives**

**Washington, DC 20515-1002**

**March 25, 2010**

**DISTRICT OFFICES:**

**ALBANY**

235 ROOSEVELT AVENUE  
ALBANY TOWERS, SUITE 114  
ALBANY, GA 31701  
PHONE: (229) 439-8067  
FAX: (229) 436-2099

**COLUMBUS**

18 NINTH STREET, SUITE 201  
COLUMBUS, GA 31901  
PHONE: (706) 320-9477  
FAX: (706) 320-9479

**THOMASVILLE**

137 EAST JACKSON STREET  
THOMASVILLE, GA 31792  
PHONE: (229) 226-7789  
FAX: (229) 226-7860

The Honorable Eric Holder  
Attorney General  
U.S Department of Justice  
950 Pennsylvania Ave., NW, Room 1145  
Washington, DC 20530

The Honorable Julius Genachowski  
Chairman  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

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Dear Attorney General Holder and Chairman Genachowski:

I am writing regarding the potential impact of Comcast's proposed acquisition of NBC Universal (NBCU). Without careful analysis and conditions to ensure a level playing field for competition, the increased market power and concentration of content from the merger will lead to higher costs for programming across the industry and higher fees for consumers—especially for customers of small multi-channel video programming distributors (MVPDs) in rural America.

As you know, the proposed merger would bring together the country's largest cable provider and internet service provider with one of the leading television broadcasters, which also owns several cable networks. A Comcast/NBCU combination would yield enormous market power and control a disproportionate amount of content that consumers demand. This giant post-merged company would have the leverage to charge its competitors and MVPD customers an excessive rate to access programming and establish onerous conditions. A combined Comcast/NBCU would have incentive and ability to set anti-competitive rates, terms, and conditions, which are already too often the norm with regard to contracts negotiated by video programming content providers today. These rates and conditions are entirely inconsistent with the public interest, and greatly impact the rural multichannel video distribution market. The merger demands forceful oversight.

Small, rural MVPDs already face significant barriers in their efforts to serve rural America. Adequate merger conditions are necessary in order to prevent the situation from further deterioration. Therefore, I recommend that several conditions be enacted to safeguard against the risks such market concentration may have on stifling competition.

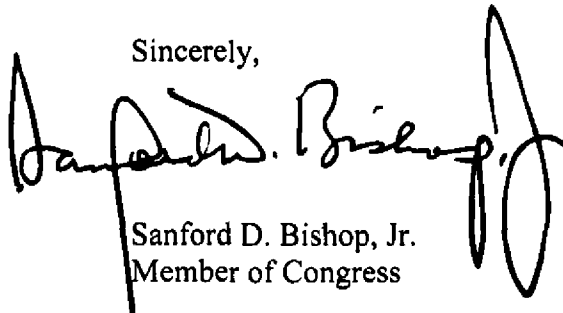
These suggested conditions include:

1. Requiring Comcast and NBCU to provide the Department of Justice and FCC full access to program contracts between Comcast and NBCU and other MVPDs, including access to clauses covering the prices, terms and conditions of programming, currently guarded under non-disclosure agreements.
2. Require Comcast/NBCU to offer rural MVPDs the lowest rate per subscriber for programming that is offered to other MVPDs.
3. Require Comcast/NBCU to offer its most desirable programming, including sports programming, to other MVPDs on a stand-alone basis with reasonable terms and conditions.
4. Prohibit Comcast/NBCU from bundling video content with web content.
5. Prohibit Comcast/NBCU from offering its own programming exclusively to its subscribers.

Thank you for looking into this and I look forward to hearing from you regarding these matters.

With warmest regards, I remain

Sincerely,

A handwritten signature in black ink, appearing to read "Sanford D. Bishop, Jr.", with a large, stylized flourish at the end.

Sanford D. Bishop, Jr.  
Member of Congress



OFFICE OF  
THE CHAIRMAN

FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

May 11, 2010

The Honorable Sanford D. Bishop, Jr.  
U.S. House of Representatives  
2429 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Bishop:

Thank you for your letter regarding the proposed joint venture between Comcast Corporation and General Electric Company (GE), which includes GE's NBC Universal, Inc. I appreciate learning your views on the proposed transaction and your correspondence will be made part of the record in this proceeding.

On March 18, 2010, the Commission issued a *Public Notice* requesting public comment on the proposed Comcast-GE joint venture. On April 16, 2010, the Commission's Media Bureau suspended the May 3, 2010 deadline for public comment – temporarily stopping the 180-day informal time clock – pending the submission of two additional economic reports by the applicants. Those reports are now part of the record, and the Bureau has established a new pleading cycle. Comments and petitions to deny now are due June 21, 2010, responses to comments and petitions are due July 21, and replies are due August 5. Please be assured that the Commission will conduct a thorough and fact-based review of this proposed transaction. The issues discussed in your letter related to small multichannel video programming distributors and subscribers will be considered carefully as part of the Commission's independent review of the transaction.

I appreciate your interest in this important matter. Please do not hesitate to contact me if I may be of further assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Julius Genachowski", with a stylized flourish at the end.

Julius Genachowski